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LIQUIDMETAL TECHNOLOGIES INC

Form 8-K

March 04, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): March 4, 2004

LIQUIDMETAL TECHNOLOGIES, INC.
(Exact name of Registrant as Specified in its Charter)

| | | |
|---|--------------------------|---|
| Delaware | 000-31332 | 20-0121262 |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | (I.R.S. Employer Identification No.) |

25800 Commercentre Dr., Suite 100
Lake Forest, CA 92630
(Address of Principal Executive Offices; Zip Code)

Registrant's telephone number, including area code: (949) 206-8000

LIQUIDMETAL TECHNOLOGIES, INC.

FORM 8-K

Item 9. Regulation FD Disclosure.

The following information is being furnished under Item 9 of Form 8-K: Press release by Liquidmetal Technologies, Inc. announcing preliminary 2003 fourth quarter financial highlights and 2004 first quarter outlook. A copy of this press release is attached as Exhibit 99.1 to this Form 8-K.

Item 12. Results of operations and Financial Condition.

The following information is being furnished under Item 12 of Form 8-K: Press release by Liquidmetal Technologies, Inc. announcing preliminary 2003 fourth quarter financial highlights and 2004 first quarter outlook. A copy of this press release is attached as Exhibit 99.1 to this Form 8-K.

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The information in this Form 8-K is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. The information in this Form 8-K shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

Exhibit 99.1 to this Form 8-K contains a possible "non-GAAP financial measure," as defined in Item 10 of Regulation S-K of the Securities Exchange Act of 1934, as amended. The possible non-GAAP financial measure consists of a comparative reference to "[f]ourth quarter operating expenses, before giving effect to charges related to corporate office consolidation, severance, impairments, and other one-time charges." Management believes that the charges identified in this measure, while not necessarily "nonrecurring," are sufficiently anomalous to warrant this comparative reference in order to allow investors to better understand trends relating to the registrant's operating expenses. The most directly comparable GAAP financial measure, which is fourth quarter operating expenses, is also presented in an equivalent comparative reference.

2

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunder duly authorized.

LIQUIDMETAL TECHNOLOGIES, INC.

By: /s/ John Kang

John Kang
Chairman, President, and Chief
Executive Officer

Date: March 4, 2004

EXHIBIT INDEX

| Exhibit Number ----- | Description ----- |
|-------------------------|-------------------------------------|
| 99.1 | Press Release, dated March 4, 2004. |

